

EXHIBIT 48

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

CYNTHIA RUSSO, LISA BULLARD,)
RICARDO GONZALES, INTERNATIONAL)
BROTHERHOOD OF ELECTRICAL WORKERS)
LOCAL 38 HEALTH AND WELFARE FUND,)
INTERNATIONAL UNION OF OPERATING)
ENGINEERS LOCAL 295-295C WELFARE)
FUND, AND STEAMFITTERS FUND LOCAL)
439, on Behalf of Themselves and)
All Others Similarly Situated,)

Plaintiffs,)

vs.)

WALGREEN CO.,)

Defendant.)

-----)

VIDEO-RECORDED REMOTE DEPOSITION OF
LYNETTE HILTON, Ph.D.
Tuesday, January 17, 2023
Volume I

*** CONFIDENTIAL PURSUANT TO PROTECTIVE ORDER ***
Reported by:
CARLA SOARES
CSR No. 5908
Job No. 5645367
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1 A I see. No. 17:23:10

2 Q And did you consider the term "or
3 reimbursed" in your methodology in any way?

4 A No, I don't think so.

5 Q And then it says -- after it talks about 17:23:14
6 the time period, January 1st through the present,
7 and the states that we've already referred to, it
8 says, "where the usual and customary price was a
9 basis for the amount paid or reimbursed in
10 connection with the purchase of such drug." 17:23:19

11 Do you see that?

12 A Yes.

13 Q So if the U&C price was not the basis of
14 the amount paid or reimbursed, would that
15 transaction be excluded from your analysis of who's 17:23:23
16 in the class?

17 MR. ALEXANDER: Objection to form.

18 THE WITNESS: Yeah. Can you repeat that
19 question? Because I'm not sure --

20 BY MR. LEIB: 17:23:27

21 Q Sure. I'm going to break it up a little
22 bit.

23 A Yeah. Okay.

24 Q To determine if a person or an entity for
25 whom prescription drug benefits were provided 17:23:30

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1 than the consumer overpayment. The TPP overpayment 18:39:01
2 is estimated as TPP overpayment equals total
3 overpayment, minus consumer overpayment."

4 Did I read that correctly?

5 A Yes. 18:39:05

6 Q Somehow, you're still not coming across.

7 A Yes.

8 Q And the word "estimated" there, you just
9 meant "calculated"; is that correct?

10 A That's correct. 18:39:08

11 Q If the consumer's damage increases, then
12 the TPP's damage is going to be reduced, correct?

13 MR. ALEXANDER: Objection to form.

14 THE WITNESS: Increases relative to what?

15 BY MR. LEIB: 18:39:12

16 Q There's a total overpayment, right?

17 That's a question. There's a total
18 overpayment, right?

19 A Yes.

20 Q And the consumer gets a part of that and 18:39:15
21 the TPP gets a part of that, correct?

22 A Correct.

23 Q The greater the consumer's share of that
24 total overpayment, the lower the TPP's share of that
25 overpayment, correct? 18:39:18

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1 A That's correct.

18:39:20

2 Q The lower the consumer's portion of that
3 payment is, the greater the TPP's portion of that
4 overpayment is, correct?

5 A Correct.

18:39:23

6 Q So would you agree that the TPP has an
7 interest in your calculation of the consumer
8 overpayment being as low as possible?

9 MR. ALEXANDER: Objection to form.

10 THE WITNESS: No.

18:39:26

11 BY MR. LEIB:

12 Q Why do you say no?

13 A The -- I would assume that the TPP
14 would -- I don't know what the TPP would consider,
15 but the consumer overpayment is whatever the
16 consumer overpayment is. And the remaining is the
17 TPP's.

18:39:29

18 I wouldn't think that they would have an
19 opinion about that one way or the other.

20 Q Do you expect Walgreens to agree with
21 every calculation that you do in this case?

18:39:33

22 MR. ALEXANDER: Objection to form.

23 THE WITNESS: I expect -- let's see. I
24 guess based on my history with defendant's
25 responses, no.

18:39:37

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1 Some people might do a lot of different things. I 18:40:49
2 don't know.

3 Sitting here today, I can't tell you what
4 other people may or may not do.

5 BY MR. LEIB: 18:40:52

6 Q And doing it a different way might affect
7 the division between the consumer and the TPP,
8 correct?

9 MR. ALEXANDER: Same objections.

10 THE WITNESS: Potentially. 18:40:55

11 BY MR. LEIB:

12 Q In paragraph 27, you say -- you talk about
13 how you're going to divide -- how you're going to
14 figure out statutory damages, correct?

15 "Figure out" is the wrong word. 18:40:59

16 In paragraph 27, you state how you're
17 going to take into account statutory damages in your
18 damages calculation, correct?

19 A Yes.

20 Q And you say that "If statutory damages are 18:41:02
21 available, they would be assessed on each
22 transaction where statutory damages are greater than
23 the TPP overpayment and/or greater than the consumer
24 overpayment," correct?

25 A That's correct. 18:41:06

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1 in paragraph 7 of my report, states that "I was 18:41:57
2 asked to develop a formulaic methodology that can
3 identify and calculate overpayments by plaintiffs
4 and class members as a result of Walgreens' failure
5 to report or otherwise include PSC prices when 18:42:01
6 determining the U&C price to report for PSC
7 generics."

8 And then there's a second part to that
9 involving the unjust enrichment.

10 And then I state in my report, "I have 18:42:06
11 developed and present below illustrative
12 calculations." I state that in paragraph 9.

13 BY MR. LEIB:

14 Q Why only illustrative?

15 Let me ask you a different question. 18:42:10

16 You have all the data you need to figure
17 out all of the alleged overpayments for the
18 individual named consumer plaintiffs, correct?

19 A No.

20 Q According to your methodology, you need 18:42:13
21 Walgreens' data, correct?

22 A Yes.

23 Q You need the PSC transactional claims
24 data, correct?

25 A Yes. 18:42:16

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1 Q You need the ESI formularies, correct? 18:42:17

2 A Yes.

3 Q You need the Connecticut reconciliation
4 data, correct?

5 A Yes. 18:42:19

6 Q And those four pieces of information, you
7 have complete sets of those, correct?

8 A No.

9 Q You only have it up to 2019, correct?

10 A That's correct. 18:42:23

11 Q Did you figure out all individual consumer
12 plaintiff alleged overpayments up through 2019 -- up
13 until -- I'm sorry -- through 2019?

14 MR. ALEXANDER: Objection to form.

15 THE WITNESS: Sorry. I'm just rereading 18:42:28
16 the question.

17 Did I figure out all -- no. No. That
18 wasn't something I was asked to do. I was just
19 asked to develop a methodology, and I was showing
20 that the methodology worked by providing an 18:42:32
21 illustrative example.

22 BY MR. LEIB:

23 Q So it looks like you provided at least one
24 example for every state that the person might be a
25 class representative of; is that correct? 18:42:36

1 I, the undersigned, a Certified Shorthand
2 Reporter of the State of California, do hereby
3 certify:

4 That the foregoing proceedings were taken
5 before me at the time and place herein set forth;
6 that any witnesses in the foregoing proceedings,
7 prior to testifying, were administered an oath; that
8 a record of the proceedings was made by me using
9 machine shorthand which was thereafter transcribed
10 under my direction; that the foregoing transcript is
11 a true record of the testimony given.

12 Further, that if the foregoing pertains to
13 the original transcript of a deposition in a Federal
14 Case, before completion of the proceedings, review
15 of the transcript [] was [x] was not requested.

16 I further certify I am neither financially
17 interested in the action nor a relative or employee
18 of any attorney or any party to this action.

19 IN WITNESS WHEREOF, I have this date
20 subscribed my name.

21
22 Dated: January 23, 2023

23 Carla Soares
24

25 CARLA SOARES

CSR No. 5908